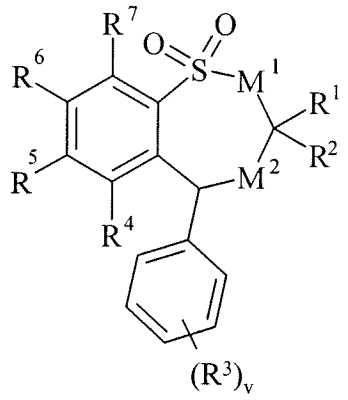
LISTING OF THE CLAIMS

1. (Currently Amended) A compound of formula **(I)**:



(I)

wherein

$\mathbf{M^1}$ is $-CH_2-$;

$\mathbf{M^2}$ is $-NR^{24}-$;

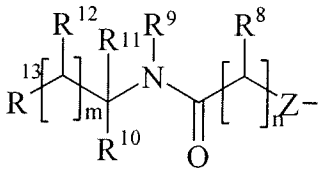
one of $\mathbf{R^1}$ and $\mathbf{R^2}$ is selected from hydrogen or C_{1-6}alkyl and the other is selected from C_{1-6}alkyl;

~~$\mathbf{R^3}$ is selected from halo, nitro, cyano, hydroxy, amino, carboxy, carbamoyl, mercapto, sulphamoyl, C_{1-6}alkyl, C_{2-6}alkenyl, C_{2-6}alkynyl, C_{1-6}alkoxy, C_{1-6}alkanoyl, C_{1-6}alkanoyloxy, *N*-(C_{1-6}alkyl)amino, *N,N*-(C_{1-6}alkyl)$_2$amino, C_{1-6}alkanoylamino, *N*-(C_{1-6}alkyl)carbamoyl, *N,N*-(C_{1-6}alkyl)$_2$carbamoyl, C_{1-6}alkylS(O)$_a$ wherein a is 0 to 2, C_{1-6}alkoxycarbonyl, *N*-(C_{1-6}alkyl)sulphamoyl and *N,N*-(C_{1-6}alkyl)$_2$sulphamoyl;~~

v is 0 [[–5]];

$\mathbf{R^4}$ and $\mathbf{R^7}$ are hydrogen;

one of $\mathbf{R^5}$ and $\mathbf{R^6}$ is a group of formula **(IA)**:



(IA)

~~$\mathbf{R^4}$ and $\mathbf{R^7}$ are hydrogen;~~

the other of R^5 and **R^6** is hydrogen or methylthio;

Z is –O–;

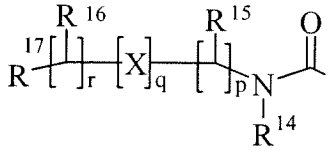
R^8 is hydrogen;

R^9 is hydrogen;

R^{10} is selected from cyclohexyl, and phenyl optionally substituted ~~on carbon~~ by one or more substituents ~~selected from~~ R^{28};

R^{11} is ~~selected from~~ hydrogen~~, C_{1-4}alkyl, carbocyclyl or heterocyclyl optionally substituted on carbon by one or more substituents selected from R^{28}; and wherein if said heterocyclyl contains an –NH– moiety, that nitrogen may be optionally substituted by one or more R^{29}~~;

R^{13} is a group of formula **(IB)**:



(IB)

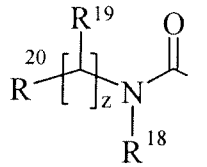
wherein:

R^{14} is hydrogen;

R^{15} is hydrogen;

R^{16} is hydroxy;

R^{17} is ethyl~~, wherein R^{17} is~~ substituted on each carbon ~~of the ethyl group~~ by one ~~substituent selected from~~ R^{47}, wherein R^{47} is hydroxyl, or **R^{17}** is a group of formula **(IC)**;



(IC)

wherein:

R^{18} is hydrogen;

R^{19} is hydrogen;

R^{20} is C_{1-10}alkyl; wherein R^{20} may be independently optionally substituted on carbon by one or more R^{57}; wherein R^{57} is selected from halo or hydroxyl;

p is 1;

q is 0;

r is 3;

m is 0; ~~wherein the values of R^{12} may be the same or different;~~

n is 1;

z is 0-3; ~~wherein the values of R^{19} may be the same or different;~~

~~**R**^{21} is selected from hydrogen or C_{1-6}alkyl;~~

~~**R**^{22} and **R**^{23} are independently selected from hydrogen, hydroxy, amino, mercapto, C_{1-6}alkyl, C_{1-6}alkoxy, *N*-(C_{1-6}alkyl)amino, *N,N*-(C_{1-6}alkyl)$_2$amino, C_{1-6}alkylS(O)$_a$ wherein a is 0 to 2;~~

R^{24} is hydrogen; and

~~**R**^{25} is selected from halo, nitro, cyano, hydroxy, amino, carboxy, carbamoyl, mercapto, sulphamoyl, C_{1-4}alkyl, C_{2-4}alkenyl, C_{2-4}alkynyl, C_{1-4}alkoxy, C_{1-4}alkanoyl, C_{1-4}alkanoyloxy, *N*-(C_{1-4}alkyl)amino, *N,N*-(C_{1-4}alkyl)$_2$amino, C_{1-4}alkanoylamino, *N*-(C_{1-4}alkyl)carbamoyl, *N,N*-(C_{1-4}alkyl)$_2$carbamoyl, C_{1-4}alkylS(O)$_a$ wherein a is 0 to 2, C_{1-4}alkoxycarbonyl, *N*-(C_{1-4}alkyl)sulphamoyl and *N,N*-(C_{1-4}alkyl)$_2$sulphamoyl; wherein R^{25}, may be independently optionally substituted on carbon by one or more R^{67};~~

each ~~**R**^{26}, **R**^{28}, **R**^{30}, **R**^{36}, **R**^{41}, **R**^{47}, **R**^{51} and **R**^{57} are independently~~ is selected from halo, ~~nitro, cyano,~~ hydroxy, ~~amino, carbamoyl, mercapto, sulphamoyl, hydroxyaminocarbonyl, C_{1-10}alkyl, C_{2-10}alkenyl, C_{2-10}alkynyl,~~ and C_{1-10}alkoxy, ~~C_{1-10}alkanoyl, C_{1-10}alkanoyloxy, C_{1-10}alkoxycarbonyl, *N*-(C_{1-10}alkyl)amino, *N,N*-(C_{1-10}alkyl)$_2$amino, *N,N,N*-(C_{1-10}alkyl)$_3$ammonio, C_{1-10}alkanoylamino, *N*-(C_{1-10}alkyl)carbamoyl, *N,N*-(C_{1-10}alkyl)$_2$carbamoyl, C_{1-10}alkylS(O)$_a$ wherein a is 0 to 2, *N*-(C_{1-10}alkyl)sulphamoyl, *N,N*-(C_{1-10}alkyl)$_2$sulphamoyl, *N*-(C_{1-10}alkyl)sulphamoylamino, *N,N*-(C_{1-10}alkyl)$_2$sulphamoylamino, C_{1-10}alkoxycarbonylamino, carbocyclyl, carbocyclylC_{1-10}alkyl, heterocyclic group, heterocyclylC_{1-10}alkyl, carbocyclyl-(C_{1-10}alkylene)$_e$-R^{59}-(C_{1-10}alkylene)$_f$- or heterocyclyl-(C_{1-10}alkylene)$_g$-R^{60}-(C_{1-10}alkylene)$_h$-; wherein R^{26}, R^{28}, R^{30}, R^{36}, R^{41}, R^{47}, R^{51} and R^{57} may be independently optionally substituted on carbon by one or more R^{63}; and~~

~~wherein if said heterocyclyl contains an –NH– group, that nitrogen may be optionally substituted by a group selected from R^{64};~~

~~**R^{27}, R^{29}, R^{31}, R^{37}, R^{42}, R^{48}, R^{52}, R^{58} and R^{64} are independently is selected from C_{1-6}alkyl, C_{1-6}alkanoyl, C_{1-6}alkylsulphonyl, sulphamoyl, *N*-(C_{1-6}alkyl)sulphamoyl, *N,N*-(C_{1-6}alkyl)$_2$sulphamoyl, C_{1-6}alkoxycarbonyl, carbamoyl, *N*-(C_{1-6}alkyl)carbamoyl, *N,N*-(C_{1-6}alkyl)$_2$carbamoyl, benzyl, phenethyl, benzoyl, phenylsulphonyl and phenyl;**~~

~~**R^{32}, R^{33}, R^{43}, R^{44}, R^{53}, R^{54}, R^{59} and R^{60} are independently selected from –O–, –NR^{65}–, –$S(O)_x$–, –$NR^{65}C(O)NR^{66}$–, –$NR^{65}C(S)NR^{66}$–, –$OC(O)N=C$–, –$NR^{65}C(O)$– or –$C(O)NR^{65}$–; wherein R^{65} and R^{66} are independently selected from hydrogen or C_{1-6}alkyl, and x is 0-2;**~~

~~**R^{63} and R^{67} re independently selected from halo, hydroxy, cyano, carbamoyl, ureido, amino, nitro, carbamoyl, mercapto, sulphamoyl, trifluoromethyl, trifluoromethoxy, methyl, ethyl, methoxy, ethoxy, vinyl, allyl, ethynyl, methoxycarbonyl, formyl, acetyl, formamido, acetylamino, acetoxy, methylamino, dimethylamino, *N*-methylcarbamoyl, *N,N*-dimethylcarbamoyl, methylthio, methylsulphinyl, mesyl, *N*-methylsulphamoyl and *N,N*-dimethylsulphamoyl; and**~~

~~**e, f, g and h are independently selected from 0-2;**~~

or a pharmaceutically acceptable salt or an *in vivo* hydrolysable ester or amide thereof.

2. – 3. (Cancelled)

4. (Cancelled)

5. (Cancelled)

6. (Currently Amended) A compound ~~of formula (I)~~ according to claim 1 wherein one of R^1 and R^2 is C_{1-4}alkyl~~; or a pharmaceutically acceptable salt or an *in vivo* hydrolysable ester or amide thereof~~.

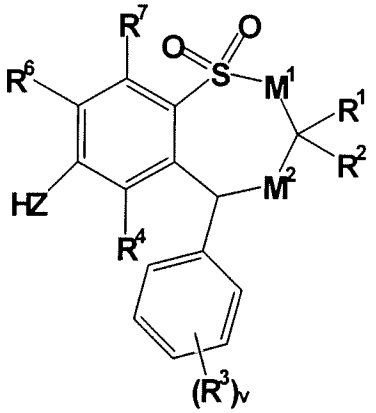
7. (Cancelled)

8. – 11. (Cancelled)

12. (Currently amended) A compound [[of]] having formula ~~(I) according to claim 1 selected from~~: (+/-)-trans-1,1-dioxo-3-ethyl-3-butyl-5-phenyl-7-methylthio-8-(*N*-{(R)-α-[*N*'-(2-(S)-3-(R)-4-(R)-5-(R)-2,3,4,5,6-pentahydroxyhexyl)carbamoyl]benzyl}carbamoylmethoxy)-2,3,4,5-tetrahydro-1,4-benzothiazepine[[;]], or a pharmaceutically acceptable salt or an *in vivo* hydrolysable ester or amide thereof.

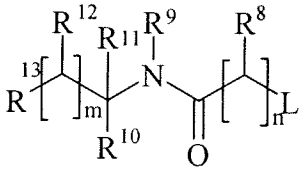
13. (Withdrawn – previously presented) A process for preparing a compound of formula **(I)** or a pharmaceutically acceptable salt or an *in vivo* hydrolysable ester or amide thereof, as claimed in claim 1, which process comprises of:

Process 1): for compounds of formula **(I)**; reacting a compound of formula **(IIa)**:



(IIa)

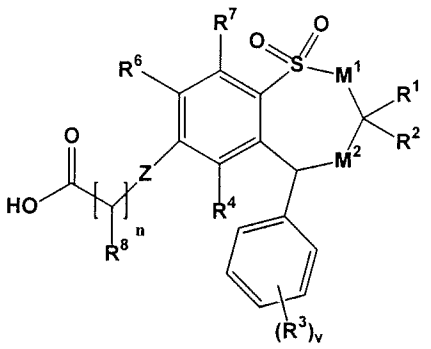
with a compound of formula **(III)**:



(III)

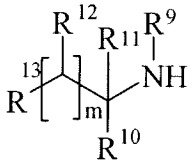
wherein L is a displaceable group;

Process 2): reacting an acid of formula **(IVa)**:



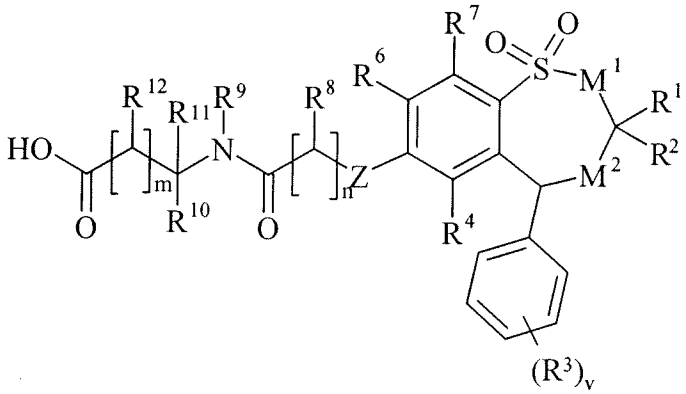
(IVa)

with an amine of formula **(V)**:



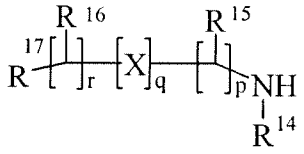
(V);

Process 3): for compounds of formula **(I)** wherein R^{13} is a group of formula **(IB)**; reacting an acid of formula **(VIa)**:



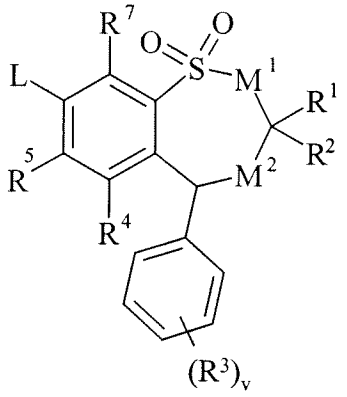
(VIa)

with an amine of formula (VI):



(VI); or

Process 4) for compounds of formula **(I)** wherein R^6 is methylthio ; reacting a compound of formula **(Xb)**:



(Xb)

wherein L is a displaceable group; with a thiol of formula **(XI)**:

R^m-H

(XI)

wherein R^m is methylthio;

and optionally:

i) converting a compound of the formula **(I)** into another compound of the formula **(I)**;

ii) removing any protecting groups;

iii) forming a pharmaceutically acceptable salt or a prodrug.

14. – 17. (Cancelled)

18. (Previously Presented) A pharmaceutical composition which comprises a compound of formula **(I)**, or a pharmaceutically acceptable salt or an *in vivo* hydrolysable ester or amide prodrug thereof, as claimed in claim 1 in association with a pharmaceutically-acceptable diluent or carrier.

19. – 25. (Cancelled)